  
BALL JANIK LLP

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LOUIS F. GILMER  
OF COUNSEL  
(202) 466-6532

REGISTRATION NO.

23981

FILED

MAY 23 '02

4-54 PM

SURFACE TRANSPORTATION BOARD

May 23, 2002

Honorable Vernon A. Williams  
Secretary  
Surface Transportation Board  
Washington, DC 20423

Dear Secretary Williams:

I have enclosed six originals of the document described below, to be recorded pursuant to 49 U.S.C. § 11301.

The document is a Memorandum of U.S. Guarantee and Security Agreement, a primary document, dated as of May 23, 2002. We request that this document be given the next available Recordation Number.

The names and addresses of the parties to the Memorandum of U.S. Guarantee and Security Agreement are:

Secured Party:

The Bank of Nova Scotia  
600 Peachtree Street, Suite 2700  
Atlanta, GA. 30308

Borrowers:

RailAmerica, Inc.  
Palm Beach Rail Holding, Inc.  
RailAmerica Transportation Corp.  
Alabama & Gulf Coast Railway LLC  
Arizona Eastern Railway Company  
Austin & Northwestern Railroad Company, Inc.  
Boston Central Freight Railroad, Inc.  
California Western Railroad, Inc.  
Cascade and Columbia River Railroad Company  
Central Railroad Company of Indianapolis  
The Central Railroad Company of Indiana

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Central Oregon & Pacific Railroad, Inc.  
Dallas, Garland & Northeastern Railroad, Inc. (DE)  
Dallas, Garland & Northeastern Railroad, Inc. (TX)  
Delaware Valley Railway Company, Inc.  
Eastern Alabama Railway, Inc.  
Florida Rail Lines, Inc.  
Huron and Eastern Railway Company, Inc.  
Idaho Western Railway Co.  
Indiana & Ohio Rail Corp.  
Indiana & Ohio Central Railroad, Inc.  
Indiana & Ohio Railway Company  
Indiana Southern Railroad, Inc.  
Kiamichi Holdings, Inc.  
Kiamichi Railroad Company, L.L.C.  
Kyle Railroad Company  
Kyle Railways, Inc.  
Marksman Corp.  
Mid-Michigan Railroad, Inc.  
Missouri & Northern Arkansas Railroad Company, Inc.  
North Carolina & Virginia Railroad Company, Inc.  
New England Central Railroad, Inc.  
New Orleans Lower Coast Railroad, Inc.  
New StatesRail Holdings, Inc.  
Otter Tail Valley Railroad Company, Inc.  
ParkSierra Corp.  
Plainview Terminal Company  
Prairie Holding Corporation  
Rail Operating Support Group, Inc.  
RailAmerica Australia, Inc.  
RailAmerica Equipment Corporation  
RailAmerica Intermodal Services, Inc.  
Railink Acquisition, Inc.  
Rail Line Holdings #1, Inc.  
Rail Line Holdings #2, Inc.  
Railroads of Hawaii, Inc.  
RailTex Acquisition Corp.  
RailTex Distribution Services, Inc.  
RailTex International Holdings, Inc.  
RailTex Logistics, Inc.  
RailTex, Inc.

BALL JANIK LLP

Honorable Vernon A. Williams

May 23, 2002

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Saginaw Valley Railway Company, Inc.  
San Diego & Imperial Valley Railroad Company, Inc.  
San Joaquin Valley Railroad Co.  
San Pedro Trails, Inc.  
South Carolina Central Railroad Company, Inc.  
South East Rail, Inc.  
StatesRail Equipment Company L.L.C.  
StatesRail II Railroad Corp.  
StatesRail, Inc.  
St. Louis Car, Inc.  
SWKR Operating Co., Inc.  
Toledo, Peoria & Western Railway Corporation  
The Toledo, Peoria & Western Railway Corporation  
Ventura County Railroad Company  
West Texas and Lubbock Railroad Company, Inc.  
5300 Broken Sound Boulevard, N.W.  
2<sup>nd</sup> Floor  
Boca Raton, FL 33487

A description of the equipment covered by the Memorandum of U.S. Guarantee and Security Agreement consists of all now owned and hereafter acquired locomotives and railroad equipment.

A fee of \$ 30.00 is enclosed. Please return five originals to:

Louis E. Gitomer  
Of Counsel  
Ball Janik LLP  
Suite 225  
1455 F Street, N.W.  
Washington, DC 20005

A short summary of the document to appear in the index follows: a Memorandum of U.S. Guarantee and Security Agreement between The Bank of Nova Scotia, 600 Peachtree Street, Suite 2700, Atlanta, GA, 30308, and RailAmerica, Inc., Palm Beach Rail Holding, Inc., RailAmerica Transportation Corp., Alabama & Gulf Coast Railway LLC, Arizona Eastern Railway Company, Austin & Northwestern Railroad Company, Inc., Boston Central Freight Railroad, Inc., California Western Railroad, Inc., Cascade and Columbia River Railroad Company, Central Railroad Company of Indianapolis, The Central Railroad Company of Indiana, Central Oregon & Pacific Railroad, Inc., Dallas, Garland & Northeastern Railroad, Inc. (DE),

BALL JANIK LLP

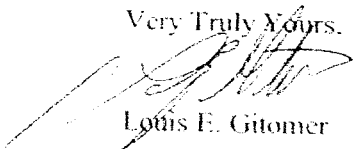
Honorable Vernon A. Williams

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Dallas, Garland & Northeastern Railroad, Inc. (TX), Delaware Valley Railway Company, Inc., Eastern Alabama Railway, Inc., Florida Rail Lines, Inc., Huron and Eastern Railway Company, Inc., Idaho Western Railway Co., Indiana & Ohio Rail Corp., Indiana & Ohio Central Railroad, Inc., Indiana & Ohio Railway Company, Indiana Southern Railroad, Inc., Kiamichi Holdings, Inc., Kiamichi Railroad Company, L.L.C., Kyle Railroad Company, Kyle Railways, Inc., Marksman Corp., Mid-Michigan Railroad, Inc., Missouri & Northern Arkansas Railroad Company, Inc., North Carolina & Virginia Railroad Company, Inc., New England Central Railroad, Inc., New Orleans Lower Coast Railroad, Inc., New StatesRail Holdings, Inc., Otter Tail Valley Railroad Company, Inc., ParkSierra Corp., Plainview Terminal Company, Prairie Holding Corporation, Rail Operating Support Group, Inc., RailAmerica Australia, Inc., RailAmerica Equipment Corporation, RailAmerica Intermodal Services, Inc., Railink Acquisition, Inc., Rail Line Holdings #1, Inc., Rail Line Holdings #2, Inc., Railroads of Hawaii, Inc., RailTex Acquisition Corp., RailTex Distribution Services, Inc., RailTex International Holdings, Inc., RailTex Logistics, Inc., RailTex, Inc., Saginaw Valley Railway Company, Inc., San Diego & Imperial Valley Railroad Company, Inc., San Joaquin Valley Railroad Co., San Pedro Trails, Inc., South Carolina Central Railroad Company, Inc., South East Rail, Inc., StatesRail Equipment Company L.L.C., StatesRail II Railroad Corp., StatesRail, Inc., St. Louis Car, Inc., SWKR Operating Co., Inc., Toledo, Peoria & Western Railway Corporation, The Toledo, Peoria & Western Railway Corporation, Ventura County Railroad Company, West Texas and Lubbock Railroad Company, Inc., 5300 Broken Sound Boulevard, N.W., 2<sup>nd</sup> Floor, Boca Raton, FL 33487, covering all now owned and hereafter acquired locomotives and railroad equipment.

Very Truly Yours,

  
Lotus E. Gitomer

Enclosures

MEMORANDUM OF U.S. GUARANTEE AND SECURITY AGREEMENT

This Memorandum of U.S. Guarantee and Security Agreement, dated as of May 23, 2002, is by and between THE BANK OF NOVA SCOTIA ("Nova Scotia"), as Collateral Agent, and RAILAMERICA, INC., PALM BEACH RAIL HOLDINGS, INC., RAILAMERICA TRANSPORTATION CORP., ALABAMA & GULF COAST RAILWAY LLC, ARIZONA EASTERN RAILWAY COMPANY, AUSTIN & NORTHWESTERN RAILROAD COMPANY, INC., BOSTON CENTRAL FREIGHT RAILROAD, INC., CALIFORNIA WESTERN RAILROAD, INC., CASCADE AND COLUMBIA RIVER RAILROAD COMPANY, CENTRAL RAILROAD COMPANY OF INDIANAPOLIS, THE CENTRAL RAILROAD COMPANY OF INDIANA, CENTRAL OREGON & PACIFIC RAILROAD, INC., CONNECTICUT SOUTHERN RAILROAD, INC., DAKOTA RAIL, INC., DALLAS GARLAND & NORTHEASTERN RAILROAD, INC. (DE), DALLAS GARLAND & NORTHEASTERN RAILROAD, INC. (TX), DELAWARE VALLEY RAILWAY COMPANY, INC., EASTERN ALABAMA RAILWAY, INC., FLORIDA RAIL LINES, INC., HURON AND EASTERN RAILWAY COMPANY, INC., IDAHO WESTERN RAILWAY CO., INDIANA & OHIO RAIL CORP., INDIANA & OHIO CENTRAL RAILROAD, INC., INDIANA & OHIO RAILWAY COMPANY, INDIANA SOUTHERN RAILROAD, INC., KIAMICHI HOLDINGS, INC., KIAMICHI RAILROAD COMPANY, L.L.C., KYLE RAILROAD COMPANY, KYLE RAILWAYS, INC., MARKSMAN CORP., MID-MICHIGAN RAILROAD, INC., MISSOURI & NORTHERN ARKANSAS RAILROAD COMPANY, INC., NORTH CAROLINA & VIRGINIA RAILROAD COMPANY, INC., NEW ENGLAND CENTRAL RAILROAD, INC., NEW ORLEANS LOWER COAST RAILROAD, INC., NEW STATESRAIL HOLDINGS, INC., OTTER TAIL VALLEY RAILROAD COMPANY, INC., PARKSIERRA CORP., PLAINVIEW TERMINAL COMPANY, PRAIRIE HOLDING CORPORATION, RAIL OPERATING SUPPORT GROUP, INC., RAILAMERICA AUSTRALIA, INC., RAILAMERICA EQUIPMENT CORPORATION, RAILAMERICA INTERMODAL SERVICES, INC., RAILINK ACQUISITION, INC., RAIL LINE HOLDINGS #1, INC., RAIL LINE HOLDINGS #2, INC., RAILROADS OF HAWAII, INC., RAILTEX ACQUISITION CORP., RAILTEX DISTRIBUTION SERVICES, INC., RAILTEX INTERNATIONAL HOLDINGS, INC., RAILTEX LOGISTICS, INC., RAILTEX, INC., SAGINAW VALLEY RAILWAY COMPANY, INC., SAN DIEGO & IMPERIAL VALLEY RAILROAD COMPANY, INC., SAN JOAQUIN VALLEY RAILROAD CO., SAN PEDRO TRAILS, INC., SOUTH CAROLINA CENTRAL RAILROAD COMPANY, INC., SOUTH EAST RAIL, INC., STATESRAIL EQUIPMENT COMPANY L.L.C., STATESRAIL II RAILROAD CORP., STATESRAIL, INC., ST. LOUIS CAR, INC., SWKR OPERATING CO., INC., TOLEDO, PEORIA & WESTERN RAILWAY CORPORATION, THE TOLEDO, PEORIA & WESTERN RAILWAY CORPORATION, VENTURA COUNTY RAILROAD COMPANY, and WEST TEXAS AND LUBBOCK RAILROAD COMPANY, INC. ("Domestic Guarantors").

1. Nova Scotia and Domestic Guarantors have entered into a U.S. Guarantee and Security Agreement (the "Agreement") dated as of May 23, 2002.

RECORDATION NO. 23981 FILED

MAY 23 '02

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SURFACE TRANSPORTATION BOARD

2. Pursuant to the Agreement, Domestic Guarantors grant to the Nova Scotia for the Benefit of the Secured Parties a continuing security interest in, among other property, all of the railroad cars, locomotives, or other rolling stock, or accessories used on such railroad cars, locomotives, or other rolling stock (including superstructures and racks), intended for a use related to interstate commerce ("Railroad Equipment"), including, but not limited to the Railroad Equipment identified in attached Schedule 4.

3. The terms defined in the Agreement and not otherwise defined herein have, as used herein, the respective meanings provided for in the Agreement.

4. This document may be signed in any number of counterparts, each of which shall be an original and all of which shall be a part of this Memorandum of U.S. Guarantee and Security Agreement.

IN WITNESS WHEREOF, each of the parties hereto has caused this MEMORANDUM OF U.S. GUARANTEE AND SECURITY AGREEMENT to be executed by its duly authorized officer as of the date first above written.

THE BANK OF NOVA SCOTIA,  
As Collateral Agent

By: W E Zarrett

Name: William E. Zarrett

Title: Managing Director

RAILAMERICA, INC.

By: \_\_\_\_\_

Name: \_\_\_\_\_

Title: \_\_\_\_\_

2. Pursuant to the Agreement, Domestic Guarantors grant to the Nova Scotia for the Benefit of the Secured Parties a continuing security interest in, among other property, all of the railroad cars, locomotives, or other rolling stock, or accessories used on such railroad cars, locomotives, or other rolling stock (including superstructures and racks), intended for a use related to interstate commerce ("Railroad Equipment"), including, but not limited to the Railroad Equipment identified in attached Schedule 4.

3. The terms defined in the Agreement and not otherwise defined herein have, as used herein, the respective meanings provided for in the Agreement.

4. This document may be signed in any number of counterparts, each of which shall be an original and all of which shall be a part of this Memorandum of U.S. Guarantee and Security Agreement.

IN WITNESS WHEREOF, each of the parties hereto has caused this MEMORANDUM OF U.S. GUARANTEE AND SECURITY AGREEMENT to be executed by its duly authorized officer as of the date first above written.

THE BANK OF NOVA SCOTIA,  
As Collateral Agent

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

RAILAMERICA, INC.

By: Larry W Bush  
Name: Larry W Bush  
Title: V.P.

PALM BEACH RAIL HOLDINGS, INC.

By: Larry W Bush  
Name: Larry W Bush  
Title: V.P.

RAILAMERICA TRANSPORTATION CORP.

By: Larry W Bush  
Name: Larry W Bush  
Title: V.P.



ALABAMA & GULF COAST RAILWAY LLC  
 ARIZONA EASTERN RAILWAY COMPANY  
 AUSTIN & NORTHWESTERN RAILROAD COMPANY,  
 INC.  
 BOSTON CENTRAL FREIGHT RAILROAD, INC.  
 CALIFORNIA WESTERN RAILROAD, INC.  
 CASCADE AND COLUMBIA RIVER RAILROAD  
 COMPANY  
 CENTRAL RAILROAD COMPANY OF INDIANAPOLIS  
 THE CENTRAL RAILROAD COMPANY OF INDIANA  
 CENTRAL OREGON & PACIFIC RAILROAD, INC.  
 DALLAS, GARLAND & NORTHEASTERN  
 RAILROAD, INC. (DE)  
 DALLAS, GARLAND & NORTHEASTERN  
 RAILROAD, INC. (TX)  
 DELAWARE VALLEY RAILWAY COMPANY, INC.  
 EASTERN ALABAMA RAILWAY, INC.  
 FLORIDA RAIL LINES, INC.  
 HURON AND EASTERN RAILWAY COMPANY, INC.  
 IDAHO WESTERN RAILWAY CO.  
 INDIANA & OHIO RAIL CORP.  
 INDIANA & OHIO CENTRAL RAILROAD, INC.  
 INDIANA & OHIO RAILWAY COMPANY  
 INDIANA SOUTHERN RAILROAD, INC.  
 KIAMICHI HOLDINGS, INC.  
 KIAMICHI RAILROAD COMPANY, L.L.C.  
 KYLE RAILROAD COMPANY  
 KYLE RAILWAYS, INC.  
 MARKSMAN CORP.  
 MID-MICHIGAN RAILROAD, INC.  
 MISSOURI & NORTHERN ARKANSAS RAILROAD  
 COMPANY, INC.  
 NORTH CAROLINA &           SIA RAILROAD  
 COMPANY, IN  
 NEW ENGLAND CENTRAL RAILROAD, INC.  
 NEW ORLEANS LOWER COAST RAILROAD, INC.  
 NEW STATES RAIL HOLDINGS, INC.  
 OTTER TAIL VALLEY RAILROAD COMPANY, INC.  
 PARKSIERRA CORP.  
 PLAINVIEW TERMINAL COMPANY  
 PRAIRIE HOLDING CORPORATION  
 RAIL OPERATING SUPPORT GROUP, INC.

RAILAMERICA AUSTRALIA, INC.  
RAILAMERICA EQUIPMENT CORPORATION  
RAILAMERICA INTERMODAL SERVICES, INC.  
RAILINK ACQUISITION, INC.  
RAIL LINE HOLDINGS #1, INC.  
RAIL LINE HOLDINGS #2, INC.  
RAILROADS OF HAWAII, INC.  
RAILTEX ACQUISITION CORP.  
RAILTEX DISTRIBUTION SERVICES, INC.  
RAILTEX INTERNATIONAL HOLDINGS, INC.  
RAILTEX LOGISTICS, INC.  
RAILTEX, INC.  
SAGINAW VALLEY RAILWAY COMPANY, INC.  
SAN DIEGO & IMPERIAL VALLEY RAILROAD  
COMPANY, INC.  
SAN JOAQUIN VALLEY RAILROAD CO.  
SAN PEDRO TRAILS, INC.  
SOUTH CAROLINA CENTRAL RAILROAD  
COMPANY, INC.  
SOUTH EAST RAIL, INC.  
STATESRAIL EQUIPMENT COMPANY L.L.C.  
STATESRAIL II RAILROAD CORP.  
STATESRAIL, INC.  
ST. LOUIS CAR, INC.  
SWKR OPERATING CO., INC.  
TOLEDO, PEORIA & WESTERN RAILWAY  
CORPORATION  
THE TOLEDO, PEORIA & WESTERN RAILWAY  
CORPORATION  
VENTURA COUNTY RAILROAD COMPANY  
WEST TEXAS AND LUBBOCK RAILROAD  
COMPANY, INC.,  
As Subsidiary Guarantors

By: Larry W Bush  
Name: Larry W Bush  
Title: V.P.

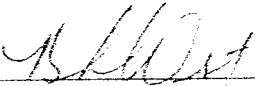
STATE OF Georgia )  
 ) ss.  
County of Fulton )

On this 23<sup>rd</sup> day of May, 2002, before me, James R. Willson, the undersigned  
Notary Public, personally appeared William Zanett personally known to me to  
be the person who executed the within instrument as Managing Director on behalf  
of the corporation therein named, and acknowledged to me that ~~the~~ corporation executed it.

James R. Willson  
Notary Public for Georgia  
My Commission expires 8-22-03

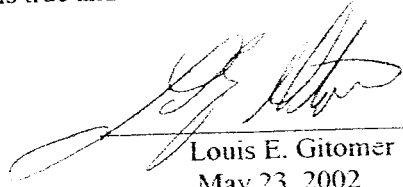
STATE OF FLORIDA       )  
                                      ) ss.  
County of Palm Beach       )

On this 21st day of May, 2002, before me, Brenda Lee West, the undersigned  
Notary Public, personally appeared Larry W. Bush personally known to me to  
be the person who executed the within instrument as Vice President on behalf  
of the corporations therein named, and acknowledged to me that the corporations executed it.

  
\_\_\_\_\_  
Notary Public for Florida  
My Commission expires 9/20/04

# CERTIFICATION

I, Louis E. Gitomer, have compared this copy to the original Memorandum of U.S. Guarantee and Security Agreement dated as of May 23, 2002, and found the copy to be complete and identical in all respects to the original document. I declare under penalty of perjury that the foregoing is true and correct.



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Louis E. Gitomer  
May 23, 2002

SCHEDULE 4

Part 1 – ROLLING STOCK  
OWNED BY ORIGINAL LIEN GRANTORS

Assigned Railroad	Car Number	AAR Type
Dakota Rail, Inc.	85697	F113
Dakota Rail, Inc.	85724	F114
Dakota Rail, Inc.	85725	F115
Dakota Rail, Inc.	85752	F116
Dakota Rail, Inc.	85758	F117
Dakota Rail, Inc.	85768	F118
Dakota Rail, Inc.	580511	F119
Dakota Rail, Inc.	580530	F120
Dakota Rail, Inc.	580555	F121
Dakota Rail, Inc.	580578	F122
Georgia Southwestern Railroad, Inc.*	10230	L026
Georgia Southwestern Railroad, Inc.*	10231	L026
Georgia Southwestern Railroad, Inc.*	10233	L026
Georgia Southwestern Railroad, Inc.*	10237	L026
Georgia Southwestern Railroad, Inc.*	10245	L026
Georgia Southwestern Railroad, Inc.*	10246	L026
Georgia Southwestern Railroad, Inc.*	10251	L026
Georgia Southwestern Railroad, Inc.*	10252	L026
Georgia Southwestern Railroad, Inc.*	10253	L026
Georgia Southwestern Railroad, Inc.*	10255	L026
Georgia Southwestern Railroad, Inc.*	10257	L026
Georgia Southwestern Railroad, Inc.*	10258	L026
Indiana & Ohio Central Railroad, Inc.	7441	C113
Indiana & Ohio Central Railroad, Inc.	7535	C113
Indiana & Ohio Central Railroad, Inc.	7537	C113
Indiana & Ohio Central Railroad, Inc.	7542	C113
Indiana & Ohio Central Railroad, Inc.	7902	C113

\* The stock of Georgia Southwestern Railroad, Inc. has been sold; however, the rolling stock listed were not sold and are in the process of being reassigned.

Assigned Railroad	Car Number	AAR Type
Indiana & Ohio Central Railroad, Inc.	7906	C113
Indiana & Ohio Central Railroad, Inc.	7908	C113
Indiana & Ohio Central Railroad, Inc.	7909	C113
Indiana & Ohio Central Railroad, Inc.	7910	C113
Indiana & Ohio Central Railroad, Inc.	7914	C113
Indiana & Ohio Central Railroad, Inc.	7917	C113
Indiana & Ohio Central Railroad, Inc.	7918	C113
Indiana & Ohio Central Railroad, Inc.	7919	C113
Indiana & Ohio Central Railroad, Inc.	7920	C113
Indiana & Ohio Central Railroad, Inc.	7922	C113
Indiana & Ohio Central Railroad, Inc.	7926	C113
Indiana & Ohio Central Railroad, Inc.	8106	C113
Indiana & Ohio Central Railroad, Inc.	8109	C113
Indiana & Ohio Central Railroad, Inc.	8112	C113
Indiana & Ohio Central Railroad, Inc.	8113	C113
Indiana & Ohio Central Railroad, Inc.	8115	C113
Indiana & Ohio Central Railroad, Inc.	8117	C113
Indiana & Ohio Central Railroad, Inc.	8120	C113
Indiana & Ohio Central Railroad, Inc.	8122	C113
Indiana & Ohio Central Railroad, Inc.	8125	C113
Indiana & Ohio Central Railroad, Inc.	8126	C113
Indiana & Ohio Central Railroad, Inc.	8141	C113
Indiana & Ohio Central Railroad, Inc.	8143	C113
Indiana & Ohio Central Railroad, Inc.	8145	C113
Indiana & Ohio Central Railroad, Inc.	8146	C113
Indiana & Ohio Central Railroad, Inc.	8149	C113
Indiana & Ohio Central Railroad, Inc.	8150	C113
Indiana & Ohio Central Railroad, Inc.	86001	AS06
Indiana & Ohio Central Railroad, Inc.	86002	AS06
Indiana & Ohio Central Railroad, Inc.	86003	AS06
Indiana & Ohio Central Railroad, Inc.	86004	AS06
Indiana & Ohio Central Railroad, Inc.	86005	AS06
Indiana & Ohio Central Railroad, Inc.	86006	AS06
Indiana & Ohio Central Railroad, Inc.	86007	AS06

Assigned Railroad	Car Number	AAR Type
Indiana & Ohio Central Railroad, Inc.	86008	A806
Indiana & Ohio Central Railroad, Inc.	86009	A806
Indiana & Ohio Central Railroad, Inc.	86010	A806
Indiana & Ohio Central Railroad, Inc.	86011	A806
Indiana & Ohio Central Railroad, Inc.	86012	A806
Indiana & Ohio Central Railroad, Inc.	86013	A806
Indiana & Ohio Central Railroad, Inc.	86014	A806
Indiana & Ohio Central Railroad, Inc.	86015	A806
Indiana & Ohio Central Railroad, Inc.	86016	A806
Indiana & Ohio Central Railroad, Inc.	86017	A806
Indiana & Ohio Central Railroad, Inc.	86018	A806
Indiana & Ohio Central Railroad, Inc.	86019	A806
Kiamichi Railroad Company L.L.C.	1100	F
Kiamichi Railroad Company L.L.C.	1101	F
Kiamichi Railroad Company L.L.C.	1102	F
Kiamichi Railroad Company L.L.C.	1103	F
Kiamichi Railroad Company L.L.C.	1104	F
Kiamichi Railroad Company L.L.C.	1105	F
Kiamichi Railroad Company L.L.C.	1106	F
Kiamichi Railroad Company L.L.C.	1107	F
Kiamichi Railroad Company L.L.C.	1108	F
Kiamichi Railroad Company L.L.C.	1109	F
Kiamichi Railroad Company L.L.C.	1110	F
Kiamichi Railroad Company L.L.C.	1111	F
Kiamichi Railroad Company L.L.C.	1112	F
Kiamichi Railroad Company L.L.C.	1113	F
Kiamichi Railroad Company L.L.C.	1114	F
Kiamichi Railroad Company L.L.C.	1115	F
Kiamichi Railroad Company L.L.C.	1116	F
Kiamichi Railroad Company L.L.C.	1117	F
Kiamichi Railroad Company L.L.C.	1118	F
Kiamichi Railroad Company L.L.C.	1119	F
Kiamichi Railroad Company L.L.C.	1120	F
Kiamichi Railroad Company L.L.C.	1121	F



Assigned Railroad	Car Number	AAR Type
Kiamichi Railroad Company L.L.C.	1122	F
Kiamichi Railroad Company L.L.C.	1123	F
Kiamichi Railroad Company L.L.C.	1124	F
Kiamichi Railroad Company L.L.C.	1125	F
Kiamichi Railroad Company L.L.C.	1126	F
Kiamichi Railroad Company L.L.C.	1127	F
Kiamichi Railroad Company L.L.C.	1128	F
Kiamichi Railroad Company L.L.C.	1129	F
Kiamichi Railroad Company L.L.C.	1130	F
Kiamichi Railroad Company L.L.C.	1131	F
Kiamichi Railroad Company L.L.C.	1132	F
Kiamichi Railroad Company L.L.C.	1133	F
Kiamichi Railroad Company L.L.C.	1134	F
Kiamichi Railroad Company L.L.C.	1135	F
Kiamichi Railroad Company L.L.C.	1200	F
Kiamichi Railroad Company L.L.C.	1201	F
Kiamichi Railroad Company L.L.C.	1202	F
Kiamichi Railroad Company L.L.C.	1203	F
Kiamichi Railroad Company L.L.C.	1204	F
Kiamichi Railroad Company L.L.C.	1205	F
Kiamichi Railroad Company L.L.C.	1206	F
Kiamichi Railroad Company L.L.C.	1207	F
Kiamichi Railroad Company L.L.C.	1208	F
Kiamichi Railroad Company L.L.C.	1209	F
Kiamichi Railroad Company L.L.C.	1210	F
Kiamichi Railroad Company L.L.C.	1211	F
Kiamichi Railroad Company L.L.C.	1212	F
Kiamichi Railroad Company L.L.C.	1213	F
Kiamichi Railroad Company L.L.C.	1214	F
Kiamichi Railroad Company L.L.C.	1215	F
Kiamichi Railroad Company L.L.C.	1216	F
Kiamichi Railroad Company L.L.C.	1217	F
Kiamichi Railroad Company L.L.C.	1218	F
Kiamichi Railroad Company L.L.C.	1219	F

Assigned Railroad	Car Number	AAR Type
Kiamichi Railroad Company L.L.C.	1220	F
Kiamichi Railroad Company L.L.C.	1221	F
Kiamichi Railroad Company L.L.C.	1222	F
Kiamichi Railroad Company L.L.C.	1223	F
Kiamichi Railroad Company L.L.C.	1224	F
Kiamichi Railroad Company L.L.C.	1225	F
Kiamichi Railroad Company L.L.C.	1226	F
Kiamichi Railroad Company L.L.C.	1227	F
Kiamichi Railroad Company L.L.C.	1228	F
Kiamichi Railroad Company L.L.C.	1229	F
Kiamichi Railroad Company L.L.C.	1230	F
Kiamichi Railroad Company L.L.C.	1231	F
Kiamichi Railroad Company L.L.C.	1232	F
Kiamichi Railroad Company L.L.C.	1233	F
Kiamichi Railroad Company L.L.C.	1234	F
Kiamichi Railroad Company L.L.C.	1235	F
Kiamichi Railroad Company L.L.C.	1236	F
Kiamichi Railroad Company L.L.C.	1238	F
Kiamichi Railroad Company L.L.C.	1239	F
Kiamichi Railroad Company L.L.C.	1240	F
Kiamichi Railroad Company L.L.C.	1241	F
Kiamichi Railroad Company L.L.C.	1242	F
Kiamichi Railroad Company L.L.C.	1243	F
Kiamichi Railroad Company L.L.C.	1244	F
Kiamichi Railroad Company L.L.C.	1245	F
Kiamichi Railroad Company L.L.C.	1246	F
Kiamichi Railroad Company L.L.C.	1247	F
Kiamichi Railroad Company L.L.C.	1248	F
Kiamichi Railroad Company L.L.C.	1249	F
Kiamichi Railroad Company L.L.C.	1250	F
Kiamichi Railroad Company L.L.C.	1251	F
Kiamichi Railroad Company L.L.C.	1252	F
Kiamichi Railroad Company L.L.C.	1253	F
Kiamichi Railroad Company L.L.C.	1254	F

Assigned Railroad	Car Number	AAR Type
Kiamichi Railroad Company L.L.C.	1255	F
Kiamichi Railroad Company L.L.C.	1256	F
Kiamichi Railroad Company L.L.C.	1257	F
Kiamichi Railroad Company L.L.C.	1258	F
Kiamichi Railroad Company L.L.C.	1259	F
Kiamichi Railroad Company L.L.C.	1300	F
Kiamichi Railroad Company L.L.C.	1301	F
Kiamichi Railroad Company L.L.C.	1302	F
Kiamichi Railroad Company L.L.C.	1303	F
Kiamichi Railroad Company L.L.C.	1304	F
Kiamichi Railroad Company L.L.C.	1305	F
Kiamichi Railroad Company L.L.C.	1306	F
Kiamichi Railroad Company L.L.C.	1307	F
Kiamichi Railroad Company L.L.C.	1308	F
Kiamichi Railroad Company L.L.C.	1309	F
Kiamichi Railroad Company L.L.C.	1310	F
Kiamichi Railroad Company L.L.C.	1311	F
Kiamichi Railroad Company L.L.C.	1312	F
Kiamichi Railroad Company L.L.C.	1313	F
Kiamichi Railroad Company L.L.C.	1314	F
Kiamichi Railroad Company L.L.C.	1315	F
Kiamichi Railroad Company L.L.C.	1316	F
Kiamichi Railroad Company L.L.C.	1317	F
Kiamichi Railroad Company L.L.C.	1318	F
Kiamichi Railroad Company L.L.C.	1319	F
Kiamichi Railroad Company L.L.C.	1320	F
Kiamichi Railroad Company L.L.C.	1321	F
Kiamichi Railroad Company L.L.C.	1322	F
Kiamichi Railroad Company L.L.C.	1323	F
Kiamichi Railroad Company L.L.C.	1324	F
Kiamichi Railroad Company L.L.C.	1325	F
Kiamichi Railroad Company L.L.C.	1326	F
Kiamichi Railroad Company L.L.C.	1327	F
Kiamichi Railroad Company L.L.C.	1328	F

Assigned Railroad	Car Number	AAR Type
Kiamichi Railroad Company L.L.C.	1329	F
Kiamichi Railroad Company L.L.C.	1330	F
Kiamichi Railroad Company L.L.C.	1331	F
Kiamichi Railroad Company L.L.C.	1332	F
Kiamichi Railroad Company L.L.C.	1333	F
Kiamichi Railroad Company L.L.C.	1334	F
Kiamichi Railroad Company L.L.C.	1335	F
Kiamichi Railroad Company L.L.C.	1336	F
Kiamichi Railroad Company L.L.C.	1337	F
Kiamichi Railroad Company L.L.C.	1400	K
Kiamichi Railroad Company L.L.C.	1401	K
Kiamichi Railroad Company L.L.C.	1402	K
Kiamichi Railroad Company L.L.C.	1403	K
Kiamichi Railroad Company L.L.C.	1404	K
Kiamichi Railroad Company L.L.C.	1405	K
Kiamichi Railroad Company L.L.C.	1406	K
Kiamichi Railroad Company L.L.C.	1407	K
Kiamichi Railroad Company L.L.C.	1408	K
Kiamichi Railroad Company L.L.C.	1409	K
Kiamichi Railroad Company L.L.C.	1410	K
Kiamichi Railroad Company L.L.C.	1411	K
Kiamichi Railroad Company L.L.C.	1412	K
Kiamichi Railroad Company L.L.C.	1413	K
Kiamichi Railroad Company L.L.C.	1414	K
Kiamichi Railroad Company L.L.C.	1415	K
Kiamichi Railroad Company L.L.C.	1416	K
Kiamichi Railroad Company L.L.C.	1417	K
Kiamichi Railroad Company L.L.C.	1418	K
Kiamichi Railroad Company L.L.C.	1419	K
Kiamichi Railroad Company L.L.C.	1420	K
Kiamichi Railroad Company L.L.C.	1421	K
Kiamichi Railroad Company L.L.C.	1422	K
Kiamichi Railroad Company L.L.C.	1423	K
Kiamichi Railroad Company L.L.C.	1424	K

Assigned Railroad	Car Number	AAR Type
Kiamichi Railroad Company L.L.C.	1425	K
Kiamichi Railroad Company L.L.C.	1426	K
Kiamichi Railroad Company L.L.C.	1427	K
Kiamichi Railroad Company L.L.C.	1428	K
Kiamichi Railroad Company L.L.C.	1429	K
Kiamichi Railroad Company L.L.C.	1430	K
Kiamichi Railroad Company L.L.C.	1431	K
Kiamichi Railroad Company L.L.C.	1432	K
Kiamichi Railroad Company L.L.C.	1433	K
Kiamichi Railroad Company L.L.C.	1434	K
Kiamichi Railroad Company L.L.C.	1435	K
Kiamichi Railroad Company L.L.C.	1436	K
Kiamichi Railroad Company L.L.C.	1437	K
Kiamichi Railroad Company L.L.C.	1438	K
Kiamichi Railroad Company L.L.C.	1439	K
Kiamichi Railroad Company L.L.C.	1440	K
Kiamichi Railroad Company L.L.C.	1441	K
Kiamichi Railroad Company L.L.C.	1442	K
Kiamichi Railroad Company L.L.C.	1443	K
Kiamichi Railroad Company L.L.C.	1444	K
Kiamichi Railroad Company L.L.C.	1445	K
Kiamichi Railroad Company L.L.C.	1446	K
Kiamichi Railroad Company L.L.C.	1447	K
Kiamichi Railroad Company L.L.C.	1448	K
Kiamichi Railroad Company L.L.C.	1449	K
Kiamichi Railroad Company L.L.C.	1450	K
Kiamichi Railroad Company L.L.C.	1451	K
Kiamichi Railroad Company L.L.C.	1452	K
Kiamichi Railroad Company L.L.C.	1453	K
Kiamichi Railroad Company L.L.C.	1454	K
Kiamichi Railroad Company L.L.C.	1455	K
Kiamichi Railroad Company L.L.C.	1456	K
Kiamichi Railroad Company L.L.C.	4000	A326
Kiamichi Railroad Company L.L.C.	5000	A326

Assigned Railroad	Car Number	AAR Type
Kiamichi Railroad Company L.L.C.	5001	A326
Kiamichi Railroad Company L.L.C.	5002	A326
Kiamichi Railroad Company L.L.C.	5004	A326
Kiamichi Railroad Company L.L.C.	5005	A326
Kiamichi Railroad Company L.L.C.	5006	A326
Kiamichi Railroad Company L.L.C.	5007	A326
Kiamichi Railroad Company L.L.C.	5008	A326
Kiamichi Railroad Company L.L.C.	5009	A326
Kiamichi Railroad Company L.L.C.	5010	A326
Kiamichi Railroad Company L.L.C.	5011	A326
Kiamichi Railroad Company L.L.C.	5012	A326
Kiamichi Railroad Company L.L.C.	5013	A326
Kiamichi Railroad Company L.L.C.	5014	A326
Kiamichi Railroad Company L.L.C.	5015	A326
Kiamichi Railroad Company L.L.C.	5016	A326
Kiamichi Railroad Company L.L.C.	5017	A326
Kiamichi Railroad Company L.L.C.	5018	A326
Kiamichi Railroad Company L.L.C.	5019	A326
Kiamichi Railroad Company L.L.C.	5020	A326
Kiamichi Railroad Company L.L.C.	5021	A326
Kiamichi Railroad Company L.L.C.	5023	A326
Kiamichi Railroad Company L.L.C.	5024	A326
Kiamichi Railroad Company L.L.C.	5025	A326
Kiamichi Railroad Company L.L.C.	5026	A326
Kiamichi Railroad Company L.L.C.	5027	A326
Kiamichi Railroad Company L.L.C.	5028	A326
Kiamichi Railroad Company L.L.C.	5029	A326
Kiamichi Railroad Company L.L.C.	5030	A326
Kiamichi Railroad Company L.L.C.	5031	A326
Kiamichi Railroad Company L.L.C.	5032	A326
Kiamichi Railroad Company L.L.C.	5034	A326
Kiamichi Railroad Company L.L.C.	5035	A326
Kiamichi Railroad Company L.L.C.	5036	A326
Kiamichi Railroad Company L.L.C.	5037	A326

Assigned Railroad	Car Number	AAR Type
Kiamichi Railroad Company L.L.C.	5038	A326
Kiamichi Railroad Company L.L.C.	5039	A326
Kiamichi Railroad Company L.L.C.	5040	A326
Kiamichi Railroad Company L.L.C.	5041	A326
Kiamichi Railroad Company L.L.C.	5042	A326
Kiamichi Railroad Company L.L.C.	5043	A326
Kiamichi Railroad Company L.L.C.	5044	A326
Kiamichi Railroad Company L.L.C.	5045	A326
Kiamichi Railroad Company L.L.C.	5046	A326
Kiamichi Railroad Company L.L.C.	5048	A326
Kiamichi Railroad Company L.L.C.	5049	A326
Kiamichi Railroad Company L.L.C.	5050	A326
Kiamichi Railroad Company L.L.C.	5051	A326
Kiamichi Railroad Company L.L.C.	5052	A326
Kiamichi Railroad Company L.L.C.	5053	A326
Kiamichi Railroad Company L.L.C.	5054	A326
Kiamichi Railroad Company L.L.C.	5055	A326
Kiamichi Railroad Company L.L.C.	5056	A326
Kiamichi Railroad Company L.L.C.	5057	A326
Kiamichi Railroad Company L.L.C.	5058	A326
Kiamichi Railroad Company L.L.C.	5059	A326
Kiamichi Railroad Company L.L.C.	5060	A326
Kiamichi Railroad Company L.L.C.	5061	A326
Kiamichi Railroad Company L.L.C.	5062	A326
Kiamichi Railroad Company L.L.C.	5063	A326
Kiamichi Railroad Company L.L.C.	5064	A326
Kiamichi Railroad Company L.L.C.	5065	A326
Kiamichi Railroad Company L.L.C.	5066	A326
Kiamichi Railroad Company L.L.C.	5067	A326
Kiamichi Railroad Company L.L.C.	5068	A326
Kiamichi Railroad Company L.L.C.	5069	A326
Kiamichi Railroad Company L.L.C.	20001	
Kiamichi Railroad Company L.L.C.	438500	C112
Kiamichi Railroad Company L.L.C.	438501	C112

Assigned Railroad	Car Number	AAR Type
Kiamichi Railroad Company L.L.C.	438502	C112
Kiamichi Railroad Company L.L.C.	438504	C112
Kiamichi Railroad Company L.L.C.	438507	C112
Kiamichi Railroad Company L.L.C.	438508	C112
Kiamichi Railroad Company L.L.C.	438509	C112
Kiamichi Railroad Company L.L.C.	438510	C112
Kiamichi Railroad Company L.L.C.	438511	C112
Kiamichi Railroad Company L.L.C.	438513	C112
Kiamichi Railroad Company L.L.C.	438514	C112
Kiamichi Railroad Company L.L.C.	438515	C112
Kiamichi Railroad Company L.L.C.	438517	C112
Kiamichi Railroad Company L.L.C.	438519	C112
Kiamichi Railroad Company L.L.C.	438520	C112
Kiamichi Railroad Company L.L.C.	438521	C112
Kiamichi Railroad Company L.L.C.	438523	C112
Kiamichi Railroad Company L.L.C.	438524	C112
Kiamichi Railroad Company L.L.C.	438525	C112
Kiamichi Railroad Company L.L.C.	438529	C112
Kiamichi Railroad Company L.L.C.	438530	C112
Kiamichi Railroad Company L.L.C.	438531	C112
Kiamichi Railroad Company L.L.C.	438532	C112
Kiamichi Railroad Company L.L.C.	438534	C112
Kiamichi Railroad Company L.L.C.	438535	C112
Kiamichi Railroad Company L.L.C.	438536	C112
Kiamichi Railroad Company L.L.C.	438538	C112
Kiamichi Railroad Company L.L.C.	438540	C112
Kiamichi Railroad Company L.L.C.	438541	C112
Kiamichi Railroad Company L.L.C.	438543	C112
Kiamichi Railroad Company L.L.C.	438544	C112
Kiamichi Railroad Company L.L.C.	438545	C112
Kiamichi Railroad Company L.L.C.	438546	C112
Kiamichi Railroad Company L.L.C.	438548	C112
Kiamichi Railroad Company L.L.C.	438549	C112
Kiamichi Railroad Company L.L.C.	438550	C112



Assigned Railroad	Car Number	AAR Type
Kiamichi Railroad Company L.L.C.	438551	C112
Kiamichi Railroad Company L.L.C.	438552	C112
Kiamichi Railroad Company L.L.C.	438553	C112
Kiamichi Railroad Company L.L.C.	438554	C112
Kiamichi Railroad Company L.L.C.	438555	C112
Kiamichi Railroad Company L.L.C.	438557	C112
Kiamichi Railroad Company L.L.C.	438558	C112
Kiamichi Railroad Company L.L.C.	438560	C112
Kiamichi Railroad Company L.L.C.	438561	C112
Kiamichi Railroad Company L.L.C.	438564	C112
Kiamichi Railroad Company L.L.C.	438565	C112
Kiamichi Railroad Company L.L.C.	438567	C112
Kiamichi Railroad Company L.L.C.	438568	C112
Kiamichi Railroad Company L.L.C.	438569	C112
Kiamichi Railroad Company L.L.C.	438570	C112
Kiamichi Railroad Company L.L.C.	438571	C112
Kiamichi Railroad Company L.L.C.	438572	C112
Kiamichi Railroad Company L.L.C.	438573	C112
Kiamichi Railroad Company L.L.C.	438574	C112
Kiamichi Railroad Company L.L.C.	438575	C112
Kiamichi Railroad Company L.L.C.	438576	C112
Kiamichi Railroad Company L.L.C.	438577	C112
Kiamichi Railroad Company L.L.C.	438578	C112
Kiamichi Railroad Company L.L.C.	438581	C112
Kiamichi Railroad Company L.L.C.	438582	C112
Kiamichi Railroad Company L.L.C.	438583	C112
Kiamichi Railroad Company L.L.C.	438585	C112
Kiamichi Railroad Company L.L.C.	438586	C112
Kiamichi Railroad Company L.L.C.	438587	C112
Kiamichi Railroad Company L.L.C.	438588	C112
Kiamichi Railroad Company L.L.C.	438590	C112
Kiamichi Railroad Company L.L.C.	438591	C112
Kiamichi Railroad Company L.L.C.	438592	C112
Kiamichi Railroad Company L.L.C.	438593	C112

Assigned Railroad	Car Number	AAR Type
Kiamichi Railroad Company L.L.C.	438594	C112
Kiamichi Railroad Company L.L.C.	438595	C112
Kiamichi Railroad Company L.L.C.	438596	C112
Kiamichi Railroad Company L.L.C.	438597	C112
Kiamichi Railroad Company L.L.C.	438598	C112
Kiamichi Railroad Company L.L.C.	438600	C112
Kiamichi Railroad Company L.L.C.	438601	C112
Kiamichi Railroad Company L.L.C.	438603	C112
Kiamichi Railroad Company L.L.C.	438605	C112
Kiamichi Railroad Company L.L.C.	438606	C112
Kiamichi Railroad Company L.L.C.	438608	C112
Kiamichi Railroad Company L.L.C.	438609	C112
Kiamichi Railroad Company L.L.C.	438610	C112
Kiamichi Railroad Company L.L.C.	438611	C112
Kiamichi Railroad Company L.L.C.	438612	C112
Kiamichi Railroad Company L.L.C.	438613	C112
Kiamichi Railroad Company L.L.C.	438615	C112
Kiamichi Railroad Company L.L.C.	438616	C112
Kiamichi Railroad Company L.L.C.	438618	C112
Kiamichi Railroad Company L.L.C.	438619	C112
Kiamichi Railroad Company L.L.C.	438621	C112
Kiamichi Railroad Company L.L.C.	438623	C112
Kiamichi Railroad Company L.L.C.	438624	C112
Kiamichi Railroad Company L.L.C.	438625	C112
Kiamichi Railroad Company L.L.C.	438626	C112
Kiamichi Railroad Company L.L.C.	438628	C112
Kiamichi Railroad Company L.L.C.	438629	C112
Kiamichi Railroad Company L.L.C.	438630	C112
Kiamichi Railroad Company L.L.C.	438631	C112
Kiamichi Railroad Company L.L.C.	438632	C112
Kiamichi Railroad Company L.L.C.	438633	C112
Kiamichi Railroad Company L.L.C.	438634	C112
Kiamichi Railroad Company L.L.C.	438635	C112
Kiamichi Railroad Company L.L.C.	438636	C112

Assigned Railroad	Car Number	AAR Type
Kiamichi Railroad Company L.L.C.	438637	C112
Kiamichi Railroad Company L.L.C.	438638	C112
Kiamichi Railroad Company L.L.C.	438640	C112
Kiamichi Railroad Company L.L.C.	438641	C112
Kiamichi Railroad Company L.L.C.	438642	C112
Kiamichi Railroad Company L.L.C.	438643	C112
Kiamichi Railroad Company L.L.C.	438644	C112
Kiamichi Railroad Company L.L.C.	438645	C112
Kiamichi Railroad Company L.L.C.	438646	C112
Kiamichi Railroad Company L.L.C.	438647	C112
Kiamichi Railroad Company L.L.C.	438648	C112
Kiamichi Railroad Company L.L.C.	800101	
Kiamichi Railroad Company L.L.C.	900100	G
Kiamichi Railroad Company L.L.C.	900101	G
Kiamichi Railroad Company L.L.C.	900102	G
Kiamichi Railroad Company L.L.C.	900200	F
Kiamichi Railroad Company L.L.C.	900201	F
Kiamichi Railroad Company L.L.C.	900202	F
Kiamichi Railroad Company L.L.C.	900204	F
Kiamichi Railroad Company L.L.C.	900401	H250
Kiamichi Railroad Company L.L.C.	900403	H250
Kiamichi Railroad Company L.L.C.	900404	H250
Mid-Michigan Railroad, Inc.	6001	A632
Mid-Michigan Railroad, Inc.	6002	A632
Mid-Michigan Railroad, Inc.	6003	A632
Mid-Michigan Railroad, Inc.	6004	A632
Mid-Michigan Railroad, Inc.	6005	A632
Mid-Michigan Railroad, Inc.	6006	A632
Mid-Michigan Railroad, Inc.	6007	A632
Mid-Michigan Railroad, Inc.	6008	A632
Mid-Michigan Railroad, Inc.	6009	A632
Mid-Michigan Railroad, Inc.	6010	A632
Mid-Michigan Railroad, Inc.	6011	A632
Mid-Michigan Railroad, Inc.	6012	A632

Assigned Railroad	Car Number	AAR Type
Mid-Michigan Railroad, Inc.	6013	A632
Mid-Michigan Railroad, Inc.	6014	A632
Mid-Michigan Railroad, Inc.	6015	A632
RailTex, Inc.	10238	L026
RailTex, Inc.	10247	L026
RailTex, Inc.	10248	L026
RailTex, Inc.	10262	L026
RailTex, Inc.	10366	L026
RailTex, Inc.	10368	L026
RailTex, Inc.	10376	L026
RailTex, Inc.	10388	L026
RailTex, Inc.	10461	L027
RailTex, Inc.	10514	L027
RailTex, Inc.	10560	L027
RailTex, Inc.	10635	L027
RailTex, Inc.	10660	L027

**Part 2 – LOCOMOTIVES  
OWNED BY ORIGINAL LIEN GRANTORS**

<u>Assigned Railroad</u>	<u>Road Number</u>	<u>Locomotive Model</u>
Lahaina, Kaanapali & Pacific Railroad	1	Steam
Lahaina, Kaanapali & Pacific Railroad	3	Steam
Arizona Eastern Railway Company	23	SW9
Arizona Eastern Railway Company	24	SW1200
Mid-Michigan Railroad, Inc.	24	GP9
Arizona Eastern Railway Company	25	SW1200
Texas Northeastern Railroad Division	25	GP9
Lahaina, Kaanapali & Pacific Railroad	45	Ply. Diesel
Indiana & Ohio Rail Corp.	53	GP7
Indiana & Ohio Rail Corp.	61	GP9
Indiana & Ohio Rail Corp.	71	GP18
Indiana & Ohio Rail Corp.	84	GP30
Indiana & Ohio Railway Company	87	GP30M
Texas Northeastern Railroad Division	92	GP9
St. Croix Valley Railroad Company*	104	GP7
Texas Northeastern Railroad Division	107	GP9
Texas Northeastern Railroad Division	115	GP7
Ontario L'Original Railway, Inc.	179	GP9
Ontario L'Original Railway, Inc.	180	GP9
St. Croix Valley Railroad Company*	189	GP18
Otter Tail Valley Railroad Company, Inc.	192	GP18
Indiana & Ohio Rail Corp.	251	GP35
Indiana & Ohio Rail Corp.	252	GP35
Dallas, Garland & Northeastern Railroad, Inc.	701	GP7
Dallas, Garland & Northeastern Railroad, Inc.	702	GP7
Kiamichi Railroad Company L.L.C.	901	GP9
Kiamichi Railroad Company L.L.C.	902	GP9

\* The stock of St. Croix Valley Railroad Company has been sold; however, locomotive listed were not sold and are in the process of being reassigned.

Assigned Railroad	Road Number	Locomotive Model
Kiamichi Railroad Company L.L.C.	903	GP9
Kiamichi Railroad Company L.L.C.	905	GP9
Kiamichi Railroad Company L.L.C.	907	GP9
Kiamichi Railroad Company L.L.C./StatesRail, Inc.	1001	GP10
Kiamichi Railroad Company L.L.C./StatesRail, Inc.	1002	GP10
Kiamichi Railroad Company L.L.C./StatesRail, Inc.	1003	GP10
Kiamichi Railroad Company L.L.C./StatesRail, Inc.	1004	GP10
Kiamichi Railroad Company L.L.C./StatesRail, Inc.	1005	GP10
Kiamichi Railroad Company L.L.C./StatesRail, Inc.	1006	GP10
Missouri & Northern Arkansas Railroad Co., Inc.	1011	SD20
Missouri & Northern Arkansas Railroad Co., Inc.	1021	SD20
Missouri & Northern Arkansas Railroad Co., Inc.	1023	SD20
Kyle Railroad Company	1101	SW8
Kyle Railroad Company	1125	SW1000
Southern Ontario Railway	1200	SW1200
North Carolina & Virginia Railroad Company, Inc.	1326	GP16 CU
Arizona Eastern Railway Company	1501	SW1200
Eastern Alabama Railway, Inc.	1551	GP7
Cascade and Columbia River Railroad Company	1701	GP9
San Joaquin Valley Railroad Co./Kyle Railroad Company	1751	GP9
Cascade and Columbia River Railroad Company	1753	GP9
San Joaquin Valley Railroad Co./Kyle Railroad Company	1754	GP9
San Joaquin Valley Railroad Co./Kyle	1755	GP9

Assigned Railroad	Road Number	Locomotive Model
Railroad Company		
Eastern Alabama Railway, Inc./Kyle Railroad Company	1756	GP9
Eastern Alabama Railway, Inc./Kyle Railroad Company	1757	GP9
San Joaquin Valley Railroad Co.	1761	GP9
San Joaquin Valley Railroad Co.	1763	GP9
San Joaquin Valley Railroad Co.	1764	GP9
San Joaquin Valley Railroad Co./Kyle Railroad Company	1825	GP28
San Joaquin Valley Railroad Co./Kyle Railroad Company	1826	GP28
Kyle Railroad Company	1828	GP28
San Joaquin Valley Railroad Co./Kyle Railroad Company	1829	GP28
Dallas, Garland & Northeastern Railroad, Inc.	2000	SD20
Dallas, Garland & Northeastern Railroad, Inc.	2001	SD20
Toledo, Peoria & Western Railway Corporation	2002	GP20
Toledo, Peoria & Western Railway Corporation	2006	GP20
The Burlington Northern Santa Fe Railroad <sup>*</sup>	2010	GP20
Toledo, Peoria & Western Railway Corporation <sup>*</sup>	2011	GP20
The Burlington Northern Santa Fe Railroad	2013	GP20
Toledo, Peoria & Western Railway Corporation	2014	GP20
Toledo, Peoria & Western Railway Corporation	2015	GP20
Toledo, Peoria & Western Railway Corporation	2016	GP20

<sup>\*</sup> The rolling stock listed was acquired during the acquisition of Toledo, Peoria & Western Railway Corporation and the initials used have not been changed.

Assigned Railroad	Road Number	Locomotive Model
Toledo, Peoria & Western Railway Corporation	2017	GP20
Toledo, Peoria & Western Railway Corporation	2019	GP20
Toledo, Peoria & Western Railway Corporation	2020	GP20
Toledo, Peoria & Western Railway Corporation	2021	GP20
Dallas, Garland & Northeastern Railroad, Inc.	2022	GP7
San Joaquin Valley Railroad Co./Kyle Railroad Company	2035	GP20
San Joaquin Valley Railroad Co./Kyle Railroad Company	2036	GP20
San Joaquin Valley Railroad Co./Kyle Railroad Company	2037	GP20
San Joaquin Valley Railroad Co./Kyle Railroad Company	2038	GP20
SWKR Operating Co., Inc./Kyle Railroad Company	2039	GP20
Kyle Railroad Company	2040	GP20
San Joaquin Valley Railroad Co./Kyle Railroad Company	2041	GP20
San Joaquin Valley Railroad Co./Kyle Railroad Company	2042	GP20
San Joaquin Valley Railroad Co./Kyle Railroad Company	2043	GP20
SWKR Operating Co., Inc./Kyle Railroad Company	2044	GP20
Arizona Eastern Railway Company/Kyle Railroad Company	2045	GP20
SWKR Operating Co., Inc./Kyle Railroad Company	2046	GP20
Toledo, Peoria & Western Railway Corporation	2050	GP20
Toledo, Peoria & Western Railway Corporation	2052	GP20
Texas & New Mexico Railroad	2053	GP7



Assigned Railroad	Road Number	Locomotive Model
Division		
Toledo, Peoria & Western Railway Corporation	2054	GP20
Toledo, Peoria & Western Railway Corporation	2056	GP20
Toledo, Peoria & Western Railway Corporation	2058	GP20
Toledo, Peoria & Western Railway Corporation	2060	GP20
Texas & New Mexico Railroad Division	2078	GP16
Georgia Southwestern Railroad, Inc.*	2127	GP7
Texas & New Mexico Railroad Division	2151	GP7
Chesapeake & Albemarle Railroad Division	2158	GP7
Georgia Southwestern Railroad, Inc.*	2160	GP7
San Diego & Imperial Valley Railroad Company, Inc.	2162	GP7
Texas Northeastern Railroad Division	2166	GP16
Missouri & Northern Arkansas Railroad Co., Inc.	2167	SLUG
Arizona Eastern Railway Company/Kyle Railroad Company	2170	GP20
Arizona Eastern Railway Company/Kyle Railroad Company	2171	GP20
Alabama & Gulf Coast Railway LLC/StatesRail, Inc.	2175	GP30M
Alabama & Gulf Coast Railway LLC/StatesRail, Inc.	2176	GP30M
Georgia Southwestern Railroad, Inc.*	2176	GP7
Alabama & Gulf Coast Railway LLC/StatesRail, Inc.	2177	GP30M
Alabama & Gulf Coast Railway LLC/StatesRail, Inc.	2178	GP30M

\* The stock of Georgia Southwestern Railroad, Inc. has been sold; however, the rolling stock listed was not sold and is in the process of being reassigned.

Assigned Railroad	Road Number	Locomotive Model
Alabama & Gulf Coast Railway LLC/StatesRail, Inc.	2179	GP30M
Alabama & Gulf Coast Railway LLC/StatesRail, Inc.	2180	GP30M
Alabama & Gulf Coast Railway LLC/StatesRail, Inc.	2181	GP30M
Alabama & Gulf Coast Railway LLC/StatesRail, Inc.	2182	GP30M
Alabama & Gulf Coast Railway LLC/StatesRail, Inc.	2183	GP30M
Alabama & Gulf Coast Railway LLC/StatesRail, Inc.	2184	GP30M
Chesapeake & Albemarle Railroad Division	2190	GP16
Kyle Railroad Company	2200	GP30
Alabama & Gulf Coast Railway LLC/StatesRail, Inc.	2202	GP30
Kyle Railroad Company	2210	GP30
Missouri & Northern Arkansas Railroad Co., Inc.	2210	GP16 CU
Alabama & Gulf Coast Railway LLC/StatesRail, Inc.	2238	GP30
Central Railroad Company of Indianapolis	2252	GP30
Kyle Railroad Company	2500	GP35
Arizona Eastern Railway Company/Kyle Railroad Company	2501	GP35
Arizona Eastern Railway Company/Kyle Railroad Company	2502	GP35
Arizona Eastern Railway Company/Kyle Railroad Company	2503	GP35
Kyle Railroad Company	2504	GP35
Kyle Railroad Company	2505	GP35
Kyle Railroad Company	2506	GP35
Kiamichi Railroad Company L.L.C./StatesRail, Inc.	3501	GP35
Kiamichi Railroad Company L.L.C./StatesRail, Inc.	3502	GP35

Assigned Railroad	Road Number	Locomotive Model
Arizona & California Railroad LLC	3801	GP38
Kiamichi Railroad Company L.L.C.	3801	GP38
Kiamichi Railroad Company L.L.C.	3802	GP38
Puget Sound & Pacific Railroad Division	3802	GP38
Arizona & California Railroad, LLC	3803	GP 38
Kiamichi Railroad Company L.L.C.	3803	GP38
Arizona & California Railroad, LLC	3804	GP 38
Kiamichi Railroad Company L.L.C.	3805	GP38
Kiamichi Railroad Company L.L.C./StatesRail, Inc.	3811	GP38
Kiamichi Railroad Company L.L.C./StatesRail, Inc.	3812	GP38
Kiamichi Railroad Company L.L.C./StatesRail, Inc.	3813	GP38
Kiamichi Railroad Company L.L.C./StatesRail, Inc.	3814	GP38
Kiamichi Railroad Company L.L.C./StatesRail, Inc.	3815	GP38
North Carolina & Virginia Railroad Company, Inc.	4120	SLUG
Kyle Railroad Company	5048	C30-7
Kyle Railroad Company	5055	C30-7
Kyle Railroad Company	5064	C30-7
Kyle Railroad Company	5131	C30-7
Indiana Southern Railroad, Inc.	5215	SLUG
Kyle Railroad Company	5321	U30C
Kyle Railroad Company	5322	U30C
Kyle Railroad Company	5332	U30C
Kyle Railroad Company	5794	U30B
Kyle Railroad Company	5795	U30B
Kyle Railroad Company	5796	U30B
Kyle Railroad Company	5799	U30C
Kyle Railroad Company	5808	U30C
Kyle Railroad Company	5810	U30C
Kyle Railroad Company	5819	U30C

Assigned Railroad	Road Number	Locomotive Model
Kyle Railroad Company	5820	U30C
Kyle Railroad Company	5821	U30C
Kyle Railroad Company	5918	U30C
Kyle Railroad Company	5925	U30C
Kyle Railroad Company	5928	U30C
Kyle Railroad Company	6230	SD39
Kyle Railroad Company	6231	SD39
Kyle Railroad Company	6232	SD39
Kyle Railroad Company	6233	SD39
North Carolina & Virginia Railroad Company, Inc.	6244	GP9
Carolina Piedmont Railroad Division	8379	GP10
Carolina Piedmont Railroad Division	8387	GP10